**V12: Annual General Mandate 2024**

On April 16, 2024, Viet Nam Construction Joint Stock Company No 12 announced General Mandate No. 01/2024/NQ - DHDCD as follows:

Article 1. APPROVE THE REPORT OF THE EXECUTIVE BOARD ON EVALUATING THE PRODUCTION AND BUSINESS ACTIVITIES IN 2023 AND THE PRODUCTION AND BUSINESS PLAN FOR 2024

1.1 Results of production and business activities in 2023:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Main targets  | Unit | Results 2023  | % compared to plan 2023  |
| 1 | Total revenue | Million VND  | 374,397 | 93.6% |
| 2 | Profit before tax | Million VND | 11,747 | 127.7% |
| 3 | Profit after tax | Million VND | 9,368 | 124.9% |
| 4 | Dividend  | % | 6 | 100.0% |

1.2 Production and business plan for 2024:

Unit: VND

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Target | In 2024 | % compared to results in 2023 |
| 1 | Total revenue | 600,000,000,000 | 160.3% |
| 2 | Profit before tax | 14,600,000,000 | 124.3% |
| 3 | Profit after tax | 11,780,000,000 | 125.7% |
| 4 | Dividend | 6% | 100.0% |

‎‎Article 2. APPROVE THE AUDITED FINANCIAL STATEMENTS 2023

The Financial Statements 2023 were audited by the Hanoi Branch of A&C Auditing and Consulting Co., Ltd. in accordance with the prescribed standards and have been disclosed by Viet Nam Construction Joint Stock Company No 12 as regulated, and simultaneously posted on the website: www.vinaconex12.com.vn including:

1. Report from the auditor;
2. Balance sheet on December 31, 2023
3. Report on business performance in 2023:
4. Cash flow statement;
5. Financial Statement Footnotes;

Article 3. APPROVE THE REPORT OF THE SUPERVISORY BOARD

Article 4. APPROVE THE SELECTION OF THE AUDIT COMPANY FOR THE FINANCIAL STATEMENTS 2024

The General Meeting authorizes the Board of Directors to decide on selecting a company from the List of approved audit companies for entities with public interest in the securities sector in 2024 to conduct the review of the semi-annual Financial Statements and audit of the annual Financial Statements.

Article 5. APPROVE THE EVALUATION REPORT OF THE BOARD OF DIRECTORS

‎‎Article 6. APPROVE THE PLAN FOR PROFIT DISTRIBUTION, DIVIDENDS FOR 2023 AND APPROPRIATION TO FUNDS

The General Meeting approves the plan for distributing profits in 2023 as follows:

|  |  |  |
| --- | --- | --- |
| No. | Target | Amount |
| 1 | Profit after tax | 9,367,847,865 |
| 2 | Deductions from profit after tax | 0 |
| 3 | Profit after tax used for distribution (3) = (1) - (2)  | 9,367,847,865 |
| 4 | Undistributed profit after tax accumulated as of the end of previous period | 172,511,543 |
| 5 | Total profit to be distributed (5) = (3) + (4) | 9,540,359,408 |
| 6 | Profit distribution: | 8,540,359,408 |
| 6.1 | Dividend payment for 2023 (6%) | 6,981,600,000 |
| 6.2 | Remuneration of the Board of Directors and the Supervisory Board | 0 |
| 6.3 | Appropriation for bonus and welfare funds | 1,558,759,408 |
| 7 | Remaining undistributed profit (7) = (5) - (6) | 1,000,000,000  |

The General Meeting assigns the Board of Directors to select the specific time to implement and complete the dividend payment 2023 in cash to shareholders.

Article 7. APPROVE THE REPORT ON PAYMENT OF INDIRECT SALARY FUND, REMUNERATION OF THE BOARD OF DIRECTORS AND SUPERVISORY BOARD IN 2023 AND THE PLAN FOR INDIRECT SALARY FUND, REMUNERATION OF THE BOARD OF DIRECTORS AND SUPERVISORY BOARD IN 2024

The General Meeting approves the report on payment of indirect salary fund, remuneration of the Board of Directors and Supervisory Board in 2023 and the plan for indirect salary fund, remuneration of the Board of Directors and Supervisory Board in 2024, specifically:

1. Indirect salary fund of the Company's Office, remuneration payment level of the Board of Directors and Supervisory Board in 2023:
* The indirect salary fund of the Company's Office in 2023 is: VND 10,493,851,672, equivalent to 2.87% of the revenue.
* Remuneration payment level of the Board of Directors and the Supervisory Board in 2023: VND 0.
1. Plan for indirect salary fund of the Company's Office, remuneration payment level of the Board of Directors and the Supervisory Board in 2024:
* The indirect salary fund of the Company's Office in 2024 is determined not to exceed 2.5% of the revenue.
* Remuneration payment level of the Board of Directors and the Supervisory Board in 2024: VND 0.

Article 8. APPROVE THE TRANSACTION RESULTS IN 2023 AND THE POLICY FOR TRANSACTIONS WITH VINACONEX CORPORATION AND/OR MEMBER COMPANIES IN THE SAME VINACONEX GROUP IN 2024

The General Meeting approves the Transaction Results in 2023 and the Policy for Transactions with Vinaconex Corporation and/or member companies in the same Vinaconex Group in 2024 according to Proposal No. 05/2024/TTr-HDQT dated April 16, 2024 of the Company's Board of Directors.

‎‎Article 9. IMPLEMENTATION

This General Mandate has been approved by the Annual General Meeting 2024 of Viet Nam Construction Joint Stock Company No 12.

1. The General Meeting assigns the Board of Directors and Executive Board of the Company to be responsible for implementing the contents of this General Mandate under the Company's Charter and applicable laws.
2. This General Mandate takes effect from April 16, 2024.